

Cote, S

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----x  
FEDERAL HOUSING FINANCE :  
AGENCY, AS CONSERVATOR FOR THE :  
FEDERAL NATIONAL MORTGAGE :  
ASSOCIATION AND THE FEDERAL :  
HOME LOAN MORTGAGE :  
CORPORATION, :

Plaintiff, :

v. :

JPMORGAN CHASE & CO.; JPMORGAN :  
CHASE BANK, N.A.; J.P. MORGAN :  
MORTGAGE ACQUISITION :  
CORPORATION; J.P. MORGAN :  
SECURITIES LLC (f/k/a J.P. MORGAN :  
SECURITIES INC.); J.P. MORGAN :  
ACCEPTANCE CORPORATION I; EMC :  
MORTGAGE LLC (f/k/a EMC :  
MORTGAGE CORPORATION); BEAR :  
STEARNS & CO., INC.; STRUCTURED :  
ASSET MORTGAGE INVESTMENTS II :  
INC.; BEAR STEARNS ASSET BACKED :  
SECURITIES I LLC; WAMU ASSET :  
ACCEPTANCE CORPORATION; WAMU :  
CAPITAL CORPORATION; :  
WASHINGTON MUTUAL MORTGAGE :  
SECURITIES CORPORATION; LONG :  
BEACH SECURITIES CORPORATION; :  
CITIGROUP GLOBAL MARKETS, INC.; :  
CREDIT SUISSE SECURITIES (USA) :  
LLC; GOLDMAN, SACHS & CO.; RBS :  
SECURITIES, INC.; DAVID M. DUZYK; :  
LOUIS SCHIOPPO, JR.; CHRISTINE E. :  
COLE; EDWIN F. MCMICHAEL; :  
WILLIAM A. KING; BRIAN BERNARD; :  
MATTHEW E. PERKINS; JOSEPH T. :  
JURKOWSKI, JR.; SAMUEL L. :  
MOLINARO, JR.; THOMAS F. MARANO; :  
KIM LUTTHANS; KATHERINE :  
GARNIEWSKI; JEFFREY MAYER; :  
JEFFREY L. VERSCHLEISER; MICHAEL :  
B. NIERENBERG; RICHARD CAREAGA; :  
DAVID BECK; DIANE NOVAK; :

No. 11-cv-6188 (DLC)

10/10/2011

THOMAS GREEN; ROLLAND :  
 JURGENS; THOMAS G. LEHMANN; :  
 STEPHEN FORTUNATO; DONALD :  
 WILHELM; MICHAEL J. KULA; CRAIG :  
 S. DAVIS; MARC K. MALONE; :  
 MICHAEL L. PARKER; MEGAN M. :  
 DAVIDSON; DAVID H. ZIELKE; :  
 THOMAS W. CASEY; JOHN F. :  
 ROBINSON; KEITH JOHNSON; :  
 SUZANNE KRAHLING; LARRY :  
 BREITBARTH; MARANGAL I. :  
 DOMINGO; TROY A. GOTSCHALL; :  
 ART DEN HEYER; AND STEPHEN :  
 LOBO, :

Defendants. :

-----x

STIPULATION AND <sup>9</sup>PROPOSED ORDER

This Stipulation is entered into between Plaintiff Federal Housing Finance Agency ("Plaintiff"), and Defendants JPMorgan Chase & Co., JPMorgan Chase Bank, N.A., J.P. Morgan Mortgage Acquisition Corporation, J.P. Morgan Securities LLC (f/k/a J.P. Morgan Securities Inc.), J.P. Morgan Acceptance Corporation I, EMC Mortgage LLC (f/k/a EMC Mortgage Corporation), Bear Stearns & Co., Inc., Structured Asset Mortgage Investments II Inc., Bear Stearns Asset Backed Securities I LLC, WaMu Asset Acceptance Corporation, WaMu Capital Corporation, Washington Mutual Mortgage Securities Corporation, Long Beach Securities Corporation, Citigroup Global Markets Inc., Credit Suisse Securities (USA) LLC, Goldman, Sachs & Co., RBS Securities Inc., Stephen Fortunato, Christine Cole, Louis Schioppo, David Beck, Michael Kula, Marc Malone and Michael Parker (collectively "Represented Defendants" and, together with Plaintiff, "Parties"), by their respective undersigned counsel.

IT IS HEREBY STIPULATED AND AGREED by and between Plaintiff and Represented Defendants that, subject to any further agreement between the parties or Order of this Court:

(1) For the Represented Defendants and for any other Defendant who as of the date of this Stipulation already (a) has been properly served with the complaint, or (b) has agreed to service upon counsel for the Represented Defendants, the time to move to dismiss, answer or otherwise respond to the Complaint in this action is extended until December 2, 2011;

(2) Plaintiff's time to oppose a motion to dismiss or otherwise respond to a motion or other filing pursuant to paragraph (1), above, is extended until March 2, 2012;

(3) the time for Represented Defendants and for any other Defendant who as of the date of this Stipulation already (a) has been properly served with the complaint, or (b) has agreed to service upon counsel for the Represented Defendants, to reply, as applicable, to a motion or other filing pursuant to paragraph (1), above, is extended until April 16, 2012; and

(4) neither Plaintiff nor Defendants waive any rights to seek from each other or the Court, or to oppose, any further adjournments or extensions of these deadlines or any other deadlines; and

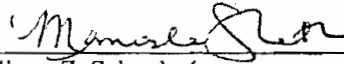
(5) the Represented Defendants, through their counsel, have accepted service of the Complaint, such service is now sufficient and complete; and any arguments challenging the sufficiency or adequacy of such service have been waived.

(6) Subject to any further agreement or order of the Court, any Defendants who as of the date of this Stipulation have not properly been served and have not agreed to service upon counsel for the Represented Defendants shall be obligated to respond by December 2, 2011 or 21 days following service of the complaint, whichever is later;

(7) subject to paragraph (5), the entry into this Stipulation shall not waive any rights, claims or other defenses, including, without limitation, defenses relating to jurisdiction and venue, all of which are expressly preserved.

Dated: New York, New York  
September 30, 2011

QUINN EMANUEL URQUHART & SULLIVAN, LLP

By:   
Philippe Z. Selendy (philippeselendy@quinnemanuel.com)  
Manisha M. Sheth (manishasheth@quinnemanuel.com)  
51 Madison Avenue  
New York, NY 10010-1601  
Telephone: 212-849-7000

*Attorneys for Plaintiff Federal Housing Finance  
Agency*

PAUL, WEISS, RIFKIND,  
WHARTON & GARRISON LLP

By: \_\_\_\_\_  
Brad S. Karp (bkarp@paulweiss.com)  
Susanna M. Buerger (sbuerger@paulweiss.com)  
1285 Avenue of the Americas  
New York, NY 10019-6064  
Telephone: 212-373-3000  
Facsimile: 212-757-3990

*Attorneys for Defendant Citigroup Global  
Markets Inc.*

SULLIVAN & CROMWELL LLP


By: \_\_\_\_\_  
Richard H. Klapper (klapperr@sullcrom.com)  
Theodore Edelman (edelmant@sullcrom.com)  
Michael T. Tomaino, Jr. (tomainom@sullcrom.com)  
Jordan T. Razza (razzaj@sullcrom.com)  
125 Broad Street  
New York, NY 10004  
Telephone: 212-558-4000  
Facsimile: 212-558-3588

*Attorneys for Defendant Goldman, Sachs & Co.*

CRAVATH, SWAINE & MOORE LLP

By: \_\_\_\_\_  
Richard W. Clary (rclary@cravath.com)  
Michael Reynolds (mreynolds@cravath.com)  
Worldwide Plaza  
825 Eighth Avenue  
New York, NY 10019-7475  
Telephone: 212-474-1000  
Facsimile: 212-474-3700

*Attorneys for Defendant Credit Suisse  
Securities (USA) LLC*

  
Oct. 10, 2011

(7) subject to paragraph (5), the entry into this Stipulation shall not waive any rights, claims or other defenses, including, without limitation, defenses relating to jurisdiction and venue, all of which are expressly preserved.

Dated: New York, New York  
September 30, 2011

QUINN EMANUEL URQUHART & SULLIVAN, LLP

By: \_\_\_\_\_  
Philippe Z. Selendy (philippeselendy@quinnemanuel.com)  
Manisha M. Sheth (manishasheth@quinnemanuel.com)  
51 Madison Avenue  
New York, NY 10010-1601  
Telephone: 212-849-7000

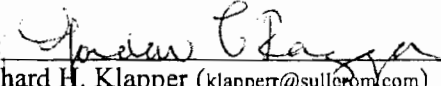
*Attorneys for Plaintiff Federal Housing Finance  
Agency*

PAUL, WEISS, RIFKIND,  
WHARTON & GARRISON LLP

By: \_\_\_\_\_  
Brad S. Karp (bkarp@paulweiss.com)  
Susanna M. Buerger (sbuerger@paulweiss.com)  
1285 Avenue of the Americas  
New York, NY 10019-6064  
Telephone: 212-373-3000  
Facsimile: 212-757-3990

*Attorneys for Defendant Citigroup Global  
Markets Inc.*

SULLIVAN & CROMWELL LLP

By:  \_\_\_\_\_  
Richard H. Klapper (klapperr@sullcrom.com)  
Theodore Edelman (edelmant@sullcrom.com)  
Michael T. Tomaino, Jr. (tomainom@sullcrom.com)  
Jordan T. Razza (razzaj@sullcrom.com)  
125 Broad Street  
New York, NY 10004  
Telephone: 212-558-4000  
Facsimile: 212-558-3588

*Attorneys for Defendant Goldman, Sachs & Co.*

CRAVATH, SWAINE & MOORE LLP

By: \_\_\_\_\_  
Richard W. Clary (rclary@cravath.com)  
Michael Reynolds (mreynolds@cravath.com)  
Worldwide Plaza  
825 Eighth Avenue  
New York, NY 10019-7475  
Telephone: 212-474-1000  
Facsimile: 212-474-3700

*Attorneys for Defendant Credit Suisse  
Securities (USA) LLC*

(7) subject to paragraph (5), the entry into this Stipulation shall not waive any rights, claims or other defenses, including, without limitation, defenses relating to jurisdiction and venue, all of which are expressly preserved.

Dated: New York, New York  
September 30, 2011

QUINN EMANUEL URQUHART & SULLIVAN, LLP

By: \_\_\_\_\_  
Philippe Z. Selendy (philippeselendy@quinnemanuel.com)  
Manisha M. Sheth (manishasheth@quinnemanuel.com)  
51 Madison Avenue  
New York, NY 10010-1601  
Telephone: 212-849-7000

*Attorneys for Plaintiff Federal Housing Finance  
Agency*

PAUL, WEISS, RIFKIND,  
WHARTON & GARRISON LLP

By: Brad S. Karp  
Brad S. Karp (bkarp@paulweiss.com)  
Susanna M. Buergel (sbuergel@paulweiss.com)  
1285 Avenue of the Americas  
New York, NY 10019-6064  
Telephone: 212-373-3000  
Facsimile: 212-757-3990

*Attorneys for Defendant Citigroup Global  
Markets Inc.*

SULLIVAN & CROMWELL LLP

By: \_\_\_\_\_  
Richard H. Klapper (klapperr@sullcrom.com)  
Theodore Edelman (edelmant@sullcrom.com)  
Michael T. Tomaino, Jr. (tomainom@sullcrom.com)  
Jordan T. Razza (razzaj@sullcrom.com)  
125 Broad Street  
New York, NY 10004  
Telephone: 212-558-4000  
Facsimile: 212-558-3588

*Attorneys for Defendant Goldman, Sachs & Co.*

CRAVATH, SWAINE & MOORE LLP

By: \_\_\_\_\_  
Richard W. Clary (rclary@cravath.com)  
Michael Reynolds (mreynolds@cravath.com)  
Worldwide Plaza  
825 Eighth Avenue  
New York, NY 10019-7475  
Telephone: 212-474-1000  
Facsimile: 212-474-3700

*Attorneys for Defendant Credit Suisse  
Securities (USA) LLC*



(7) subject to paragraph (5), the entry into this Stipulation shall not waive any rights, claims or other defenses, including, without limitation, defenses relating to jurisdiction and venue, all of which are expressly preserved.

Dated: New York, New York  
September 30, 2011

QUINN EMANUEL URQUHART & SULLIVAN, LLP

By: \_\_\_\_\_

Philippe Z. Selendy (philippeselendy@quinnemanuel.com)  
Manisha M. Sheth (manishasheth@quinnemanuel.com)  
51 Madison Avenue  
New York, NY 10010-1601  
Telephone: 212-849-7000

*Attorneys for Plaintiff Federal Housing Finance  
Agency*

PAUL, WEISS, RIFKIND,  
WHARTON & GARRISON LLP

By: \_\_\_\_\_

Brad S. Karp (bkarp@paulweiss.com)  
Susanna M. Buergele (sbuergele@paulweiss.com)  
1285 Avenue of the Americas  
New York, NY 10019-6064  
Telephone: 212-373-3000  
Facsimile: 212-757-3990

*Attorneys for Defendant Citigroup Global  
Markets Inc.*

SULLIVAN & CROMWELL LLP

By: \_\_\_\_\_

Richard H. Klapper (klapperr@sullcrom.com)  
Theodore Edelman (edelmant@sullcrom.com)  
Michael T. Tomaino, Jr. (tomainom@sullcrom.com)  
Jordan T. Razza (razzaj@sullcrom.com)  
125 Broad Street  
New York, NY 10004  
Telephone: 212-558-4000  
Facsimile: 212-558-3588

*Attorneys for Defendant Goldman, Sachs & Co.*

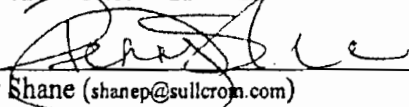
CRAVATH, SWAINE & MOORE LLP

By:  \_\_\_\_\_

Richard W. Clary (rclary@cravath.com)  
Michael Reynolds (mreynolds@cravath.com)  
Worldwide Plaza  
825 Eighth Avenue  
New York, NY 10019-7475  
Telephone: 212-474-1000  
Facsimile: 212-474-3700

*Attorneys for Defendant Credit Suisse  
Securities (USA) LLC*

SULLIVAN & CROMWELL LLP

By:   
Penny Shane (shanep@sullcrom.com)  
Sharon L. Nelles (nelles@sullcrom.com)  
Jonathan M. Sedlak (sedlakj@sullcrom.com)  
David A. Castleman (castlemand@sullcrom.com)  
125 Broad Street  
New York, NY 10004  
Telephone: 212-558-4000  
Facsimile: 212-558-3588

*Attorneys for Defendants JPMorgan Chase & Co., JPMorgan Chase Bank, N.A., J.P. Morgan Mortgage Acquisition Corporation, J.P. Morgan Securities LLC (f/k/a J.P. Morgan Securities Inc.), J.P. Morgan Acceptance Corporation I, Bear Stearns & Co. Inc., EMC Mortgage LLC (f/k/a EMC Mortgage Corporation), Structured Asset Mortgage Investments II Inc., Bear Stearns Asset Backed Securities LLC, WaMu Asset Acceptance Corporation, WaMu Capital Corporation, Washington Mutual Mortgage Securities Corporation, Long Beach Securities Corporation and certain of the Individual Defendants*

SO ORDERED

\_\_\_\_\_  
Hon. \_\_\_\_\_, U.S.D.J.

SIMPSON THACHER & BARTLETT LLP

By: \_\_\_\_\_  
Thomas C. Rice (trice@stblaw.com)  
Alan C. Turner (aturner@stblaw.com)  
David J. Woll (dwoll@stblaw.com)  
425 Lexington Avenue  
New York, NY 10017-3954  
Telephone: 212-455-2000  
Facsimile: 212-455-2502

*Attorneys for Defendant RBS Securities Inc.*



SULLIVAN & CROMWELL LLP

By: \_\_\_\_\_

Penny Shane (shanep@sullcrom.com)  
Sharon L. Nelles (nelles@sullcrom.com)  
Jonathan M. Sedlak (sedlakj@sullcrom.com)  
David A. Castleman (castlemand@sullcrom.com)  
125 Broad Street  
New York, NY 10004  
Telephone: 212-558-4000  
Facsimile: 212-558-3588

*Attorneys for Defendants JPMorgan Chase &  
Co., JPMorgan Chase Bank, N.A., J.P. Morgan  
Mortgage Acquisition Corporation, J.P. Morgan  
Securities LLC (f/k/a J.P. Morgan Securities Inc.),  
J.P. Morgan Acceptance Corporation I, Bear  
Stearns & Co. Inc., EMC Mortgage LLC (f/k/a  
EMC Mortgage Corporation), Structured Asset  
Mortgage Investments II Inc., Bear Stearns Asset  
Backed Securities LLC, WaMu Asset Acceptance  
Corporation, WaMu Capital Corporation,  
Washington Mutual Mortgage Securities  
Corporation, Long Beach Securities Corporation  
and certain of the Individual Defendants*

SO ORDERED

\_\_\_\_\_  
Hon. \_\_\_\_\_, U.S.D.J.

SIMPSON THACHER & BARTLETT LLP

By: David J. Woll / ARW

Thomas C. Rice (trice@stblaw.com)  
Alan C. Turner (aturner@stblaw.com)  
David J. Woll (dwoll@stblaw.com)  
425 Lexington Avenue  
New York, NY 10017-3954  
Telephone: 212-455-2000  
Facsimile: 212-455-2502

*Attorneys for Defendant RBS Securities Inc.*